



Foreign Corporation Surrender of Right to Transact Intrastate Business

A qualified foreign corporation surrenders its right to transact intrastate business in the State of California by filing with the California Secretary of State a certificate pursuant to California Corporations Code section [2112](#). A Certificate of Surrender of Right to Transact Intrastate Business form (Certificate of Surrender) designed for compliance with these requirements is enclosed.

Upon the filing of the Certificate of Surrender by the Secretary of State, the foreign corporation will be completely surrendered and the corporate rights, powers and privileges of the corporation will cease in California.

It is recommended that legal counsel be consulted prior to submitting the Certificate of Surrender to ensure that all issues are appropriately addressed.

Where to File

The Certificate of Surrender can be mailed to Secretary of State, Document Filing Support Unit, 1500 11th Street, 3rd Floor, Sacramento, CA 95814 or delivered in person (drop off) to the Sacramento office. Certificates of Surrender are filed only in the Secretary of State's Sacramento office. It is recommended for proof of submittal that if the Certificate of Surrender is mailed to the Secretary of State, it be sent by Certified Mail with Return Receipt Requested. To facilitate the processing of documents mailed to the Secretary of State, a letter referencing the corporate name and number as well as the sender's name, return address and telephone number should be included with the submittal.

For current processing times, go to www.sos.ca.gov/business/be/processing-times.htm.

Fees

There is no fee for filing a Certificate of Surrender. However, a non-refundable \$15.00 special handling fee is applicable for processing documents delivered in person (drop off) at the Sacramento office. The preclearance and/or expedited filing of a document *within a guaranteed time frame* can be requested for an additional non-refundable fee in lieu of the special handling fee. For detailed information about preclearance and expedited filing services, go to www.sos.ca.gov/business/be/service-options.htm. The special handling fee or preclearance and expedited filing services are not applicable to documents submitted by mail. Check(s) should be made payable to the Secretary of State.

Copies

To get a copy of the filed document, include a separate request and payment for copy fees when the document is submitted. Copy fees are \$1.00 for the first page and \$.50 for each additional page. For certified copies, there is an additional \$5.00 certification fee, per copy.

CERTIFICATE OF SURRENDER OF RIGHT TO TRANSACT INTRASTATE BUSINESS

On behalf and by authority of:

(Name of Corporation)

_____, a corporation

organized under the laws of _____,
(State or Place of Incorporation)

the undersigned officer of said corporation does hereby certify and declare:

1. Said corporation hereby surrenders its right and authority to transact intrastate business in the State of California.
2. Said corporation hereby revokes its designation of agent for service of process in California.
3. Said corporation consents that process against it in any action upon any liability or obligation incurred within the State of California prior to the filing of this Certificate of Surrender of Right to Transact Intrastate Business may be served upon the California Secretary of State.
4. The post office address to which the California Secretary of State may mail copies of any process against the corporation that is served upon the Secretary of State is

_____.

5. A final franchise tax return, as described by Section 23332 of the Revenue and Taxation Code, has been or will be filed with the Franchise Tax Board, as required under Part 10.2 (commencing with Section 18401) of Division 2 of the Revenue and Taxation Code.

(Signature of Corporate Officer)

(Type or Print Name of Corporate Officer)